

Raidió Teilifís Éireann
Minutes of the Meeting of the Board of RTÉ
held on Monday 8 July 2024 at 10am at RTÉ and via Teams

Present: Terence O'Rourke (Chair)
Kevin Bakhurst (DG)
Daire Hickey (Teams)
Susan Ahern
Jonathan Ruane
Aideen Howard
Terri Moloney
David Harvey
Neasa Hardiman
Noreen O'Kelly
Shirley Bradshaw

Apologies: Anne O'Leary

In Attendance: Mike Fives (Gp Financial Controller)
Emer Chapman (Group Pensions Manager)
Richard Waghorn (Dir of Technology & Operations)
Michael Kennedy (Manager, Cloud Networks & Sec Infrastructure)
John Whelan (Project Manager, Technology)
Sean Mac Giolla Phadraig (Channel Editor)
Robert Shortt (Company Secretary)

1. Introduction

The Chair outlined the meeting's Agenda.

TOR acknowledged the outstanding contribution to sports broadcasting and journalism made by the recently deceased Mícheál Ó Muirheartaigh and Tommie Gorman and conveyed his condolences to their families.

2. Declarations of Interest

There were no declarations of interest.

3. Minutes, Tracker and Matters Arising

The minutes of 30 May were approved with amendments to initials identifying individuals. There were no matters arising.

The Action Tracker was updated to include 2FM review and a digital sales review to take place in November and the Concert Orchestra ticketing procedure. KB said the Archive issue had yet to come before ILT. AH requested that it should also go before the Programme Committee and this was agreed.

4. Director General's Report & ILT Minutes

KB updated the Board on ongoing discussions regarding reform of the funding mechanism. KB said the expectation was that interim funding would be required until a new system was established.

KB updated the Board on the ILT's appearance before the Joint Oireachtas Committee and meetings with the Trade Union Group (TUG), Managers' Association (MA) and Staff Engagement Group (SEG).

KB said financial reasons were still behind the decision to commission programmes in the independent sector, but also referred to the FOMC recommendation to increase spending in the sector.

KB also said there was still no clarity over how Section 481 tax relief might apply to any future commissions.

There was no update on approval of the proposed VEP scheme.

KB informed the Board of the recent appointments of Directors of Video and Audio and discussion took place about their approach to the Strategy.

The Board was updated about the process regarding a former executive which had now gone to the WRC.

KB also informed the Board that the Data Protection Commissioner had opposed the release of the Register of External Activities and that engagement was ongoing with the Department in relation to this.

KB said engagement with the DSP regarding Scope was good and ongoing. However, based on a point of law, RTÉ had proceeded with a challenge against a recent DSP ruling on the status of limited companies.

KB said it was his intention to resolve a long-standing dispute over salaries for some roles in RnaG. There would be a cost to the company.

TOR asked about the attention GAAGO continued to attract.

KB said the awarding of rights was a decision for the GAA and that the compressed season had presented challenges.

SB asked whether the proposal from the newly formed Staff Engagement Group in the ILT minutes to create a staff liaison role would detract from the role of the TUG. KB confirmed that any negotiations with staff would continue to be done through the TUG and that the proposed liaison role was not a negotiating role.

5. Committees & Subsidiaries

TOR presented the activities of the REMCO.

NOK presented the activities of the ARC, which included the completion of the Annual Report 2023.

SA relayed her appreciation for Board members who attended the Audience Council (AC) presentation in June and that the AC was on track to deliver its report to the Minister by the end of the month.

AH brought the Board up to date with the work of the Programme Committee which had engaged in detail on the proposed programme commissions before the Board for approval. AH noted how EAC HR Recommendation 11, regarding the requirement for independent producers to comply with relevant employment law, would now need to be taken into consideration.

SA said no complaints had been received by the Fair Trading Officer and there had been nothing further from the Competition and Consumer Protection Commission (CCPC) in relation to their request for information. The Fair Trading Committee would now assess the responsibility of various departments regarding compliance with the RTÉ Fair Trading Policy & Procedures.

DHA said the most recent meetings of 2rn had approved the 2023 financial statements. There would be a meeting of CEL before the September Board and a report concerning its activities would be delivered then.

6. Superannuation Scheme Pension Increase

EC and MF joined the meeting.

EC outlined the proposal to support a request by the Trustees of the RTÉ Superannuation scheme to increase pensions by 4%, backdated to January 2024. This was in accordance with the Pension Increase Review Policy and in compliance with all affordability tests as set out.

JR said he would like to see the Board involved in any preliminary discussions regarding the future of the Scheme.

TOR said the Board would be kept informed.

Support for the proposed increase was approved.

7. Cyber Threat Risk

RW updated the Board on his presentation to the ARC to outline the steps necessary and resources required to achieve the cyber security standard ISO 270001. RW said a paper would be prepared for the Board with the aim of securing approval in September.

Standard NIS 2 would be more onerous and engagement with the National Cyber Security Centre (NCSC) was ongoing to establish if RTÉ fell under this category. It seemed clear that 2rn did fall within the scope of NIS 2.

MK added that achieving the standards would require more implementation of policies than technical enforcement.

NOK expressed her appreciation of the work already done by Technology in the area and said she would like to see RTÉ adopt ISO 270001 and for business continuity test work to be carried out.

(RW and MK left the meeting)

8. Financial Authority Approvals

8.1 Security Services Contract

SB suggested that opportunities for the redeployment of staff be considered in future security contracts. KB said this would be considered.

The contract was approved.

8.2 Channel Management Phase 2

The business case and proposal were approved.

8.3 Set Construction and Refurbishment Framework

The tender was approved.

8.4 Studio 2 Upgrade

RW and JW joined the meeting.

There was some discussion regarding studio back up and the technical flexibility of studios reserved for business continuity purposes.

The project was approved.

(RW and JW left the meeting)

9. Programme Commission Approvals

9.1 The Traitors

9.2 Dancing with the Stars

9.3 Room to Improve

9.4 Ear to the Ground

SMGP joined the meeting.

[REDACTED]

The variation in costs across the commissions was queried. SMGP said there were a number of formats globally that had proven audience appeal which presented value in costs per hour. RTÉ had six such formats in its schedule and approximately 25 indigenously developed formats.

It was agreed that potential opportunities for staff to work on independent productions would be explored.

The duty of care to those participating in reality TV programmes was raised. SMGP said this duty was taken very seriously with accredited psychologists appointed to productions.

[REDACTED]

DHA expressed his view that the commissioning budget should deliver more content where RTÉ retained rights for future sales.

The commissions were approved. SMGP left the meeting.

10. Board Matters

TOR outlined general principles regarding the minuting of Board meetings.

JR said his view, based on the experience of appearances at Oireachtas hearings and the overall heightened level of scrutiny, was that more detail should be provided.

KB said the provision of detailed papers, written reports and ILT minutes had delivered a lot of the accountability demanded. There was general support for the proposed approach to the drafting of board minutes.

TOR said an external Board evaluation would be arranged for the end of the year.

It was agreed that the Strategy Committee would take responsibility for overseeing the ongoing implementation of the Strategy.

It was agreed that visits by individual Board members to particular areas of the organisation would be facilitated. Proposals for further Board engagement with staff would be developed.

The Company Secretary agreed to prepare a draft Corporate Governance Handbook for the September Board meeting.

11. Board Reflection

There was some discussion about the volume of material presented to the Board and the need to edit some of it appropriately.

12. Board Session in the Absence of RTÉ Executives

(KB and RS left the meeting)

Discussion of Board business ensued.

There being no more business to discuss, the meeting ended.



Signed: _____
Chair